

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:
ONE COMMUNICATIONS CORP., as successor in	:
interest to CTC Communications Group, Inc. and	:
CTC Communications Acquisition Corp.,	:
	:
Plaintiff,	:
	:
-against-	:
	:
JP MORGAN SBIC LLC, SIXTY WALL STREET	:
SBIC FUND, L.P., THE MEGUNTICOOK FUND II,	:
L.P., THE MEGUNTICOOK SIDE FUND II, L.P.,	:
KEVIN O'HARE, JEFFREY KOESTER, MELLON	:
INVESTOR SERVICES LLC as nominal defendant	:
as escrow agent and Verizon New England Inc.	:
as defendant on a declaratory judgment claim,	:
	:
Defendants.	:
-----X	:

JAYNE S. ROBINSON, an attorney duly admitted to practice in New York,
affirms under penalty of perjury as follows:

1. I am a partner in the law firm Robinson & McDonald LLP, attorneys for defendants JP Morgan SBIC LLC and Sixty Wall Street SBIC Fund, L.P. (the "JP Morgan Defendants"). I submit this affirmation in support of the motion of the JP Morgan Defendants, as well as the motions of the Megunticook defendants and the individual defendants, to dismiss the Complaint as to each of them, in order to place before the Court on these motions certain documents referred to in the Complaint on which Plaintiff relies.

2. Annexed hereto as Exhibit 1 is the Agreement and Plan of Merger by and among CTC Communications Group, Inc., CTC Communications Acquisition Corp. (Plaintiff's

predecessors in interest), and Lightship Holding, Inc., dated as of March 21, 2005 (the "Merger Agreement") (without Exhibits).

3. Annexed hereto as Exhibit 2 is the Disclosure Schedule to the Merger Agreement.

4. Annexed hereto as Exhibit 3 is the Stockholder Representative Agreement by and among Lightship Holding, Inc. and the members of the Stockholder Representative Committee (Merger Agreement Ex. E).

5. Annexed hereto as Exhibit 4 is the Indemnification Escrow Agreement among CTC Communications Group, Inc., the Stockholder Representative Committee and Mellon Investor Services LLC ("Mellon") (Merger Agreement Ex. A).

6. Annexed hereto as Exhibit 5 is the Closing Agreement by and among CTC Communications Group, Inc., CTC Communications Acquisition Corp. and Lightship Holding, Inc., dated as of May 20, 2005.

7. Annexed hereto as Exhibit 6 is the Request for Approval of the Interconnection Agreement between Verizon New England Inc. d/b/a Verizon Maine and Lightship Telecom, LLC (the "Maine ICA"), submitted to the Maine Public Utilities Commission.

8. Annexed hereto as Exhibit 7 is Amendment No. 1 to the Maine ICA (also included within Exhibit 6).

9. Annexed hereto as Exhibit 8 is the Confidential Information Memorandum dated November 2004 prepared by Q Advisors LLC regarding Lightship Telecom.

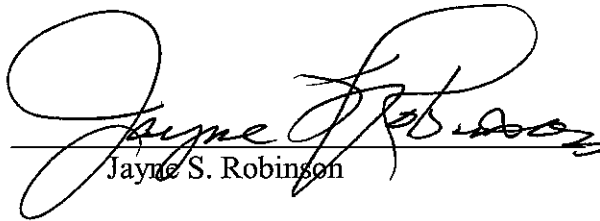
10. Annexed hereto as Exhibit 9 is the Lightship Telecom Management Presentation to CTC Communications dated January 2005.

11. Annexed hereto as Exhibit 10 is a chain of emails from March 8, 2005 at 8:57 p.m. through March 11, 2005 at 9:42 a.m. (in two parts).

12. Annexed hereto as Exhibit 11 is a chain of emails from March 11, 2005 at 6:48 p.m. through March 12, 2005 at 4:01 p.m.

13. Annexed hereto as Exhibit 12 are the following letters from Plaintiff to the members of the Stockholder Representative Committee and Mellon: October 11, 2005 (without attachments); October 31, 2005; November 21, 2005; December 12, 2005; and November 17, 2006.

Dated: New York, New York
September 17, 2007



Jayne S. Robinson